

**REPORT OF THE SUPERVISORY BOARD OF LPP S.A.  
ON ACTIVITIES IN THE FINANCIAL YEAR FROM 1 FEBRUARY 2025 TO 31 JANUARY 2026**

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**I. Composition of the Supervisory Board**

During the period from 1 February 2025 to 31 January 2026, the Supervisory Board of LPP S.A. consisted of the following persons:

- Miłosz Wiśniewski – Chair,
- Alicja Milińska,
- Jagoda Piechocka,
- Grzegorz Maria Słupski,
- Piotr Piechocki.

During the same period, from 1 February 2025 to 31 January 2026, the Supervisory Board of LPP S.A. had a single, separate committee – the Audit Committee – comprising:

- Grzegorz Maria Słupski – Chair (as an independent member);
- Miłosz Wiśniewski (as an independent member);
- Piotr Piechocki.

Mr Grzegorz Maria Słupski and Mr Miłosz Wiśniewski met the statutory independence criteria referred to in Article 129(3) of the Act of 11 May 2017 *on statutory auditors, audit firms and public oversight*, as well as in the “Good Practices of Companies Listed on the Warsaw Stock Exchange 2021” and in Annex II (“*Profile of an independent non-executive director or a Director who is a Supervisory Board Member*”) to the European Commission Recommendation of 15 February 2005 *on the role of non-executive directors or Supervisory Board Members of listed companies and of board (supervisory) committees*.

Mr Piotr Piechocki is a member of the Supervisory Board of LPP S.A. and the Audit Committee, possessing knowledge and skills in the sector in which LPP S.A. operates. Between 2012 and 2017, he co-founded and managed the E-Commerce department at LPP S.A., including responsibility for all sales through this channel and the launch of online stores in new markets.

The following individuals possess knowledge and skills in the field of accounting or the auditing of financial statements:

- Mrs Alicja Milińska – an expert in human resources and payroll, as well as accounting, who gained her knowledge and experience whilst working as Chief Accountant at LPP S.A. from 1995 to 2021, and as a Member of the Management Board of LPP S.A. from 2000 to 2009;
- Mr Grzegorz Maria Słupski – Doctor of Economics, entrepreneur and manager, who founded and managed a number of companies, primarily in the printing, retail and new technology sectors;
- Mr Miłosz Wiśniewski – an expert in finance and management, who possesses the knowledge and experience gained whilst serving as Chief Financial Officer of Cereal Partners Worldwide and Boryszew SA.

Mrs Jagoda Piechocka is a person with experience and expertise in the IT and management sectors, which are intrinsically linked to the activities of LPP S.A. From

September 2021 to January 2025, she held the position of IT Product Manager at Procter & Gamble, where she was responsible, amongst other things, for a number of global IT projects. Mrs Jagoda Piechocka is also active in the investment sector within the real estate and hospitality markets.

**II. Activities of the Supervisory Board**

**A. Audit Committee**

During the period from 1 February 2025 to 31 January 2026, the Audit Committee fulfilled its statutory duties, including those set out in Article 130(1) and (2) of the Act of 11 May 2017 *on Statutory Auditors, Audit Firms and Public Oversight*.

During this period, the Audit Committee of the Supervisory Board of LPP S.A. held five meetings on the following dates: 11 February 2025, 2 April 2025, 11 June 2025, 24 September 2025 and 10 December 2025. The agendas for the aforementioned meetings were as follows:

Date of meeting Audit Committee	Agenda
11 February 2025	<ol style="list-style-type: none"> <li>1. The Audit Committee meeting was opened, the attendance list was drawn up, and it was confirmed that the Audit Committee had been duly convened and was competent to adopt resolutions.</li> <li>2. Presentation by the Internal Auditor of information on activities carried out during the financial year 1 February 2024 – 31 January 2025.</li> <li>3. Closure of the Audit Committee meeting.</li> </ol>
2 April 2025	<ol style="list-style-type: none"> <li>1. Opening of the Audit Committee meeting; the attendance list was drawn up, and it was confirmed that the Audit Committee had been duly convened and was competent to adopt resolutions.</li> <li>2. Meeting with the lead auditor auditing the separate financial statements of LPP SA, the consolidated financial statements of the LPP Group, and certifying the LPP Group’s sustainability reporting for the financial year from 1 February 2024 to 31 January 2025, to present and discuss the progress of the financial audit and the conclusions drawn therefrom.</li> <li>3. Assessment of compliance with the requirements regarding the selection of the audit firm conducting the audit of the annual financial statements of LPP SA, the annual consolidated financial statements of the LPP Group and the attestation of the LPP Group’s sustainability reporting for the financial year from 1 February 2024 to 31 January 2025.</li> <li>4. Assessment of the independence of the statutory auditor and the audit firm conducting the audit of the financial statements of LPP SA, the consolidated financial statements of the LPP Group, and the assurance review of the LPP Group’s sustainability reporting.</li> <li>5. Assessment of the financial reporting process for the financial year from 1 February 2024 to 31 January 2025.</li> <li>6. Assessment of the sustainability reporting process for the financial year from 1 February 2024 to 31 January 2025.</li> <li>7. Assessment of the financial audit process, in particular the audit and certification of sustainability reporting for the financial year from 1 February 2024 to 31 January 2025.</li> <li>8. Assessment of the effectiveness of internal control systems, risk management systems and internal audit for the period from 1 February 2024 to 31 January 2025.</li> <li>9. Presentation and assessment of the Management Board’s report on the Group’s activities for the financial year from 1 February 2024 to 31 January 2025 in terms of its compliance with the books, documents and the actual state of affairs.</li> </ol>

	<ol style="list-style-type: none"> <li>10. Presentation and assessment of the separate financial statements of LPP SA for the year from 1 February 2024 to 31 January 2025 in terms of their compliance with the books, documents and the actual state of affairs.</li> <li>11. Presentation and assessment of the consolidated financial statements of the LPP Group for the financial year from 1 February 2024 to 31 January 2025 in terms of their compliance with the books, documents and the actual state of affairs.</li> <li>12. Adoption of information for the Supervisory Board on the results of the audit of the separate financial statements and the consolidated financial statements, as well as the attestation of the sustainability reporting for the financial year from 1 February 2024 to 31 January 2025, its impact on the reliability of financial reporting, sustainability reporting and the role of the Audit Committee in these processes.</li> <li>13. Presentation and assessment of changes to the Policy and Procedure for the selection of an audit firm.</li> <li>14. Closure of the Audit Committee meeting.</li> </ol>
11 June 2025	<ol style="list-style-type: none"> <li>1. Opening of the Audit Committee meeting; the attendance list has been prepared, and it is confirmed that the Audit Committee has been duly convened and is competent to adopt resolutions.</li> <li>2. Review of the Audit Committee's Rules of Procedure in terms of their adequacy, in particular the compliance of the provisions of the Rules of Procedure with applicable laws and other relevant regulations.</li> <li>3. Review of the Report on the Implementation of the Tax Strategy and the Report on the Assessment of Tax Risks for the financial year ended 31 January 2025.</li> <li>4. Closure of the Audit Committee meeting.</li> </ol>
24 September 2025	<ol style="list-style-type: none"> <li>1. The Audit Committee meeting has opened; the attendance list has been drawn up, and it is confirmed that the Audit Committee has been duly convened and is competent to adopt resolutions.</li> <li>2. Presentation by the Management Board of the interim consolidated financial statements of the LPP S.A. Group for the period from 1 February 2025 to 31 July 2025, including the interim separate financial statements of LPP S.A.</li> <li>3. Presentation by the lead auditor of the conclusions from the review of the interim consolidated financial statements of the LPP S.A. Group for the period from 1 February 2025 to 31 July 2025 and the conclusions from the audit of the interim financial statements of LPP S.A. for that period.</li> <li>4. Presentation by the lead auditor of the audit plan for the annual financial statements.</li> <li>5. Closure of the Audit Committee meeting.</li> </ol>
10 December 2025	<ol style="list-style-type: none"> <li>1. Opening of the Audit Committee meeting; the attendance list has been drawn up, and it is confirmed that the Audit Committee has been duly convened and is competent to adopt resolutions.</li> <li>2. Presentation by the Management Board of the results for the third quarter of 2025, together with information on financial risk management.</li> <li>3. Meeting with the auditor regarding the preliminary audit for the 2025/2026 financial year.</li> <li>4. Discussion of the need to write off assets in connection with information received on 28 November 2025 from General Consulting Services – FZCO in Dubai and Far East Services – FZCO in Dubai.</li> <li>5. Adoption of the Audit Committee's work schedule for 2026.</li> <li>6. Adoption of the internal auditor's action plan for 2026.</li> <li>7. Closure of the Audit Committee meeting.</li> </ol>

To summarise the above, it should be noted that, during the meetings held, the Audit Committee monitored the financial reporting process, the effectiveness of internal control, internal audit and risk management systems, including: financial reporting and the performance of financial audit activities. The Audit Committee also exercised control over and monitored

the independence of the lead auditor and the audit firm. The Audit Committee also assessed requests for approval to use services other than the audit of financial statements provided by the audit firm or the lead auditor. The Audit Committee also performed functions relating to sustainability reporting, the Group's sustainability reporting, and the certification of such reports.

## **B. Supervisory Board**

During the period from 1 February 2025 to 31 January 2026, the Supervisory Board of LPP S.A. held five meetings on the following dates: 11 February 2025, 2 April 2025, 11 June 2025, 24 September 2025, 10 December 2025.

The Supervisory Board analysed the Company's current operations and financial position, as well as considered proposals from the Management Board. Selected and invited Company employees attended the Supervisory Board meetings.

The information provided to the Supervisory Board by the Management Board of LPP S.A. was presented on an ongoing basis and in a comprehensive manner, which enabled the effective fulfilment of the tasks and duties incumbent upon the Supervisory Board.

During the period from 1 February 2025 to 31 January 2026, the Supervisory Board of LPP S.A. did not commission any investigations by the adviser referred to in Article 382<sup>1</sup> of the Commercial Companies Code.

### **i. Meeting of the Supervisory Board of LPP S.A. on 11 February 2025**

The subject of the Supervisory Board's analyses and assessments during this meeting was the information presented by the Members of the Management Board of LPP S.A. concerning the current financial, balance sheet and operational situation of the Company and its Group, as well as issues relating to financial risk management.

Subsequently, the Director of Purchasing and ESG, Mrs Dorota Jankowska-Tomków, presented information on ESG activities carried out by the LPP Group in 2024. In addition, initiatives planned for 2025 in this area were discussed.

The members of the Supervisory Board of LPP S.A. held a series of discussions on the aforementioned topics.

### **ii. Meeting of the Supervisory Board of LPP S.A. on 2 April 2025**

The subject of the Supervisory Board's analyses and assessments during this meeting was the effectiveness of the internal control, risk management, compliance and internal audit systems at LPP S.A. The members of the Supervisory Board, having heard the member of the Management Board responsible for the internal control and risk management department, conducted an analysis and discussion regarding their assessment of the adequacy and effectiveness of the functioning of the internal control, risk management, compliance and internal audit functions at LPP S.A. during the financial year from 1 February 2024 to 31 January 2025.

Subsequently, the Supervisory Board Members analysed and discussed the information presented by the Audit Committee, as well as its assessment of compliance with the regulations concerning the Audit Committee, including: the selection, in accordance with the regulations, of the audit firm to audit the annual financial statements and to certify the sustainability reporting. In this regard, the Supervisory Board adopted a resolution *on the assessment of the Audit Committee's compliance with statutory requirements*.

Subsequently, the Supervisory Board of LPP S.A. considered the assessment of compliance with the requirements regarding the selection of the audit firm to audit the annual financial statements of LPP S.A., the annual consolidated financial statements of the LPP S.A. Group and the certification of the LPP S.A. Group's sustainability reporting for the financial year from 1 February 2024 to 31 January 2025. The members of the Supervisory Board conducted an analysis and discussion, taking into account the relevant provisions of generally applicable law. Consequently, the Supervisory Board of LPP S.A. adopted a resolution *regarding compliance with statutory requirements concerning the audit firm*.

During the meeting, the Supervisory Board also assessed the Management Board's report on the activities of the LPP Group for the financial year from 1 February 2024 to 31 January 2025 (including the Management Board's report on the Company's operations during that year) in terms of its compliance with the books and documents, as well as with the facts. The members of the Supervisory Board conducted an analysis and discussion, taking into account the relevant provisions of generally applicable law, as well as the content of materials previously delivered to the members of the Supervisory Board by electronic means (in particular the drafts of the separate annual report and the consolidated annual report, as well as the report on the Group's activities). The Chair of the Supervisory Board noted that, pursuant to Commission Delegated Regulation (EU) 2023/2772 of 31 July 2023 supplementing Directive 2013/34/EU as regards sustainability reporting standards (OJ EU L 2023.2772 of 22 December 2023), the sustainability statement forms part of the Management Board's report on operations.

Consequently, the Supervisory Board of LPP S.A. adopted a resolution *on the assessment of the Management Board's report on the activities of the Company's Group for the financial year from 1 February 2024 to 31 January 2025 (including the Management Board's report on the Company's operations for that financial year) in terms of their compliance with the books and documents, as well as with the facts*. The resolution stated, amongst other things, that the Management Board's report on the Company's operations for that period is complete, reliable and contains data that provides comprehensive information on the Company's situation.

Consequently, the Supervisory Board issued a recommendation to the Company's Annual General Meeting regarding the adoption of a resolution to approve the Management Board's report on the activities of the LPP Group and the Company for the financial year from 1 February 2024 to 31 January 2025. The Supervisory Board expressed its position based on the results of the analysis of the aforementioned documents and the findings of the Audit Committee of the Supervisory Board of LPP S.A. and the Supervisory Board itself.

Subsequently, the Supervisory Board reviewed the financial statements of LPP S.A. for the financial year from 1 February 2024 to 31 January 2025 and reviewed the consolidated financial statements of the Company's Group for the financial year from 1 February 2024 to 31 January 2025 in terms of their compliance with the books and records, as well as with the actual state of affairs. Following these reviews and discussions, the Supervisory Board of LPP SA adopted resolutions confirming that these documents are complete, reliable and contain data that comprehensively reflect the financial position of the Company and the LPP Group, respectively. At the same time, the Supervisory Board issued recommendations to the Company's Annual General Meeting regarding the adoption of a resolution approving the financial statements of LPP S.A. for the financial year from 1 February 2024 to 31 January 2025 and a resolution approving the consolidated financial statements of the Company's Group for the financial year from 1 February 2024 to 31 January 2025

Subsequently, the Supervisory Board considered:

- a comprehensive assessment of the Company's situation in the financial year ended 31 January 2025, including in particular: (i) an assessment of the financial reporting process, (ii) an assessment of the sustainability reporting process, (iii) an assessment of the internal control system, internal audit and risk

management system, (iv) an assessment of the performance of the financial audit, and (v) an assessment of the independence of the statutory auditor auditing the financial statements of the Company and the LPP S.A. Group;

- an assessment of the manner in which the Company fulfilled, in the financial year ended 31 January 2025, its disclosure obligations regarding the application of corporate governance principles arising from best practice guidelines and regulations on current and periodic information provided by issuers of securities;
- assessment of the soundness of the Company's operations in the financial year ended 31 January 2025, including its charity and sponsorship policy;
- periodic assessment of material transactions concluded between LPP S.A. and its subsidiaries;
- the adoption of key performance indicators (KPIs) and the conclusion of agreements with Members of the Management Board regarding participation in the Incentive Scheme for the period 1 February 2025 – 31 January 2026;
- adopting amendments to the Policy and Procedure for the selection of an audit firm;
- the adoption of amendments to the Audit Committee Rules of Procedure;
- the adoption of the report on the activities of the Supervisory Board in 2024;
- the adoption of the consolidated text of the Articles of Association of LPP S.A.

Each of the above matters was subject to comprehensive discussion, analysis and assessment by the members of the Supervisory Board. The conclusions and summaries drawn in these areas formed the basis for the relevant resolutions adopted by the Supervisory Board.

### **iii. Meeting of the Supervisory Board of LPP S.A. on 11 June 2025**

The meeting began with the Management Board presenting information on the current financial, balance sheet and operational situation of the Company and its Group, as well as a discussion of the Group's financial results for the first quarter of 2025.

Subsequently, the Supervisory Board reviewed information regarding proceedings currently pending before the Polish Financial Supervision Authority involving the Company.

Subsequently, the members of the Supervisory Board discussed the report on the remuneration of the members of the Management Board and the Supervisory Board for the financial year ended 31 January 2025. Following the analyses and assessments carried out, the Supervisory Board of LPP S.A. adopted a resolution approving this report.

Subsequently, the Company's Management Board presented proposals regarding the date and agenda of the Ordinary General Meeting of LPP S.A., which were analysed and assessed by the Supervisory Board Members. Following this, the Supervisory Board of LPP S.A. adopted a resolution *expressing its opinion on the matters to be discussed at the Ordinary General Meeting*. The members of the Supervisory Board then began a discussion on the Supervisory Board's recommendation regarding the discharge of the members of the Company's Management Board from liability for the performance of their duties during the financial year from 1 February 2024 to 31 January 2025. Following the conclusion of the discussion and the compilation of relevant assessments and analyses, the Supervisory Board of LPP S.A. adopted a resolution *on the recommendation to grant discharge to the members of the Company's Management Board*.

Next, the Supervisory Board considered the Management Board's proposal regarding the distribution of the net profit earned by the Company in the financial year ending 31 January 2025. The discussion among the Supervisory Board Members on this matter was conducted, inter alia, on the basis of the documents provided to them concerning the Dividend Policy, the Company's operating results and the auditor's opinion. Consequently, the Supervisory Board approved the distribution of the net profit earned by the Company and the payment of a dividend in accordance with the principles set out in the resolution of the Supervisory

Board of LPP S.A. dated 11 June 2025 regarding the consideration of the Management Board's proposal on the distribution of the net profit earned by the Company in the financial year ended 31 January 2025.

The Supervisory Board discussed the results of the review of the Report on the Implementation of the Tax Strategy and the Report on the Assessment of Tax Risks for the financial year ended 31 January 2025, carried out by the Supervisory Board's Audit Committee.

**iv. Meeting of the Supervisory Board of LPP S.A. on 24 September 2025**

The meeting began with the Management Board presenting information on the current financial, balance sheet and operational situation of the Company and its Group, as well as information on financial risk management.

In addition, the Company's Management Board provided the Supervisory Board Members with information on the measures taken by the Company following the warehouse fire in Romania.

Subsequently, the Supervisory Board Members were presented with the interim consolidated financial statements of the LPP S.A. Group for the period from 1 February 2025 to 31 July 2025, including the interim separate financial statements of LPP S.A., which were then discussed and analysed by the Supervisory Board Members.

Subsequently, the lead auditor presented to the Supervisory Board Members the conclusions arising from the report on the review of the interim financial statements of the LPP S.A. Group for the period from 1 February 2025 to 31 July 2025 and the opinion on the audit of the interim financial statements of LPP S.A. for that period. In addition, a discussion took place among the Supervisory Board Members regarding the information presented.

Subsequently, the lead auditor presented the audit plan for the annual financial statements to the Supervisory Board Members, which led to a joint discussion on the information presented.

Subsequently, the Chair of the Supervisory Board asked the Management Board Member of LPP S.A. – Mr Marcin Bójko – to present information on the refinancing project within the LPP S.A. Group. The Management Board Member, Mr Marcin Bójko, discussed the consortium structure, the details of the bids submitted and the level of achievement of the targets. Following the discussion, the Supervisory Board adopted a resolution *on the refinancing of existing indebtedness, the conclusion of a new loan agreement and the granting of bank loans*. In addition, the Supervisory Board also adopted a resolution *regarding the establishment of a receivables financing programme with a base amount of at least US\$ 2,400,000,000*.

**v. Meeting of the Supervisory Board of LPP S.A. on 10 December 2025**

The meeting began with the Management Board presenting the results for the third quarter of 2025, together with information regarding financial risk management within the Company.

The Supervisory Board members then began a discussion, in the presence of the auditor, regarding plans for the preliminary audit of the Company's financial statements for the 2025/2026 financial year.

Subsequently, the Company's Management Board presented information regarding the need to write off assets, in connection with information received on 28 November 2025 from General Consulting Services – FZCO in Dubai and Far East Services – FZCO in Dubai. Those present then held a discussion on this matter.

In the next part of the meeting, the process of settling the claim following the fire at the warehouse in Romania was discussed. The Member of the Management Board, Mr Sławomir Łoboda, presented the current status of this process, in particular highlighting the progress of discussions with insurers to date.

Subsequently, members of the Company's Management Board presented and discussed the principles of the incentive scheme for LPP employees and associates. A discussion took place among those present regarding the information presented.

Later in the meeting, a discussion began on the matters to be considered at the Extraordinary General Meeting of LPP S.A. As a result, the Supervisory Board adopted a resolution expressing its opinion on the matters to be considered at the Extraordinary General Meeting of LPP S.A.

Subsequently, following the discussion, the Supervisory Board adopted a resolution *on determining the remuneration for members of the Company's Management Board and authorising the Chair of the Supervisory Board to conclude annexes to the employment contracts with members of the Management Board.*

Finally, the members of the Supervisory Board adopted the Supervisory Board's work schedule for 2026.

### **III. The Supervisory Board's position on the Company's diversity policy**

In the opinion of the Supervisory Board, the diversity policy applied by the Company with regard to the level of diversity in the competence and experience of individual members of the Company's governing bodies (i.e. its Supervisory Board and Management Board) is satisfactory.

The composition of the Management Board of LPP SA is as follows: five men, three in the 30–50 age group and two over the age of 50. The Supervisory Board currently consists of two women and three men. Two members are in the 30–50 age group, and three are over the age of 50.

The members of the Management Board and Supervisory Board of LPP S.A. have diverse educational backgrounds, ranging from technical to financial, economic and legal. They also possess varied professional experience, both in terms of the sector in which the LPP S.A. Group operates and the types of organisations where they previously gained it.

The composition of the Supervisory Board has fully enabled a comprehensive examination and analysis of the issues and matters presented to it.

### **IV. Assessment of the report on the activities of the Supervisory Board of LPP S.A.**

The Supervisory Board proposes that the Annual General Meeting approve the report of the Supervisory Board of LPP S.A. on its activities for the financial year from 1 February 2025 to 31 January 2026 and, consequently, grant discharge to the members of the Supervisory Board:

- Alicja Milińska;
- Jagoda Piechocka;
- Miłosz Wiśniewski;
- Grzegorz Maria Słupski;
- Piotr Piechocki;

discharge from their duties as Supervisory Board Members for the period from 1 February 2025 to 31 January 2026

The Supervisory Board independently assessed its own work, including that of the Audit Committee operating within it. On the basis of this assessment, the Supervisory Board concludes that it has fulfilled all

duties prescribed by law and the Company's internal regulations, as well as those arising from the 2021 Code of Best Practice for Companies Listed on the Warsaw Stock Exchange. In addition, at its meetings, the Board analysed the Company's situation on an ongoing basis and supported the Management Board in its day-to-day operations. In view of the above, the Supervisory Board gives a positive assessment of its activities during the financial year from 1 February 2025 to 31 January 2026.